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Attorneys for Debtors and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT  
 DISTRICT OF NEVADA**

In re:  
 USA COMMERCIAL MORTGAGE COMPANY,  
 Debtor.

Case No. BK-S-06-10725 LBR  
 Case No. BK-S-06-10726 LBR  
 Case No. BK-S-06-10727 LBR  
 Case No. BK-S-06-10728 LBR  
 Case No. BK-S-06-10729 LBR

In re:  
 USA CAPITAL REALTY ADVISORS, LLC,  
 Debtor.

Chapter 11

In re:  
 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
 Debtor.

Jointly Administered Under  
 Case No. BK-S-06-10725 LBR

In re:  
 USA CAPITAL FIRST TRUST DEED FUND, LLC,  
 Debtor.

Date: September 13, 2006  
 Time: 9:30 a.m.

In re:  
 USA SECURITIES, LLC,  
 Debtor.

**EXHIBITS A-H TO**

**COURT ORDERED STATUS REPORT  
 REGARDING NOTICE OF NOVEMBER  
 13, 2006 CLAIM BAR DATE, PROOF OF  
 CLAIM FORM AND PROOF OF  
 INTEREST FORM**

**(AFFECTS ALL DEBTORS)**

SCHWARTZER & MCPHERSON LAW FIRM

2850 South Jones Boulevard, Suite 1

Las Vegas, Nevada 89146-5308

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# EXHIBIT A

**NOTICE OF DEADLINE REQUIRING FILING OF  
PROOFS OF CLAIM ON OR BEFORE NOVEMBER 13, 2006**

TO ALL PERSONS AND ENTITIES HAVING INTERESTS IN LOANS SERVICED  
BY USA COMMERCIAL MORTGAGE COMPANY

On September \_\_, 2006, the United States Bankruptcy Court for the District of Nevada (the "Bankruptcy Court") entered an order (the "**Bar Date Order**") establishing **November 13, 2006** (the "**Bar Date**") as the last date and time for each person or entity (including individuals, partnerships, corporations, joint ventures, corporations, estates, trusts and governmental units) to file a proof of claim against USA Commercial Mortgage, USA Capital First Trust Deed Fund, LLC, USA Capital Diversified Trust Deed Fund, LLC, USA Securities, LLC, and USA Capital Realty Advisors, LLC, debtors and debtors in possession in those proceedings (collectively, the "**Debtors**"). The Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against the Debtors that arose prior to April 13, 2006, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code (the "**Petition Date**"), except for those holders of the claims listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

**IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS YOU DO NOT HAVE TO FILE A PROOF OF CLAIM.**

**IF YOU HAVE PREVIOUSLY FILED A PROOF OF CLAIM WITH THE BANKRUPTCY COURT YOU DO NOT HAVE TO FILE THE PROOF OF CLAIM AGAIN.**

The Claims Processing Center can be contacted at (888) 909-0100 if you have any questions about this Notice.

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a proof of claim to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates if you have a claim that arose prior to the Petition Date and it is not one of the types of claim described in section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date. **IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS YOU DO NOT HAVE TO FILE A PROOF OF CLAIM.**

**2. WHAT TO FILE**

Each filed proof of claim must conform substantially to the Proof of Claim Form or to Official Form No. 10. **A Blank Proof of Claim Form is attached.** Blank forms may also be

obtained at [http://www.uscourts.gov/rules/Revised\\_Rules\\_and\\_Forms/BK\\_Form\\_B10.pdf](http://www.uscourts.gov/rules/Revised_Rules_and_Forms/BK_Form_B10.pdf). Each proof of claim must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. You should attach to each completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

### **3. WHEN AND WHERE TO FILE**

Except as provided for herein, all proofs of claim must be filed so as to be actually received **on or before November 13, 2006** at the following address:

#### **BY MAIL TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
P. O. Box 911  
El Segundo, CA 90245-0911

#### **BY HAND OR OVERNIGHT DELIVERY TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
1330 East Franklin Avenue  
El Segundo, CA 90245

Proofs of claim will be deemed timely filed only if **actually received** by BMC Group (by 5:00 p.m. on the Bar Date) or the Bankruptcy Court by the Bar Date.

### **4. WHO NEED NOT FILE A PROOF OF CLAIM**

You do not need to file a proof of claim on or prior to the Bar Date if you are:

- (a) a person or entity that has *already* properly filed a proof of claim against the applicable Debtor or Debtors with the Clerk of the Bankruptcy Court in a form substantially similar to the Proof of Claim Form or to Official Form No. 10;
- (b) a person or entity whose claim is listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "**Schedules**"), *provided* that (i) the claim is *not* scheduled as "disputed," "contingent" or "unliquidated"; (ii) the claimant agrees with the amount, nature and priority of the claim as set forth in the Schedules; *and* (iii) the claimant agrees that the claim is an obligation of the specific Debtor against which the claim is listed in the Schedules;
- (c) a person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date;
- (d) a person or entity that holds a claim allowable under sections 503(b) and 507(a) of the Bankruptcy Code as an expense of administration;
- (e) a person or entity that holds a claim solely against any of the Debtors' non-Debtor affiliates;

(f) a person or entity that holds a claim solely against a borrower for whom USACM is the loan servicing agent (IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS YOU DO NOT HAVE TO FILE A PROOF OF CLAIM.); and

(g) a person or entity that holds an equity interest in any Debtor, which interest is based exclusively upon the ownership of stock or a membership interest; *provided, however*, that equity interest holders who wish to assert claims (as opposed to ownership interests) against any of the Debtors (including claims for damages, rescission, reimbursement or contribution) that arise out of or relate to the purchase or sale of an interest must file a proof of claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies. **Equity interest holders must file a *Proof of Interest* by the Bar Date.**

#### **5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you have a claim arising out of the rejection of an executory contract or unexpired lease, you must file a proof of claim by the later of (i) the Bar Date and (ii) the date that is 30 days following the effective date of such rejection (unless the order authorizing such rejection provides otherwise).

#### **6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE**

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH CLAIM OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

#### **7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as a party to an executory contract with one or more of the Debtors in the Debtors' Schedules. The executory contracts include Loan Servicing Agreements pursuant to which USA Commercial Mortgage Company services a loan for payees. Copies of the Schedules are available for inspection on the independent website maintained by the Debtors, [www.USACapitalCorp.com](http://www.USACapitalCorp.com) and on the website maintained by BMC Group, the Claims Processing Agent, <http://www.bmccorp.net/master.asp?InfoType=1&ClientID=113>, and on the Bankruptcy Court's website at [www.nb.uscourts.gov](http://www.nb.uscourts.gov). A login and password to the Court's Public Access to Electronic Court Records ("PACER") are required to access <https://ecf.nvb.uscourts.gov/cgi-bin/login.pl> and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov). Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m. (prevailing Pacific time), Monday through Friday at the

Office of the Clerk of the Bankruptcy Court, 300 Las Vegas Boulevard South, Fourth Floor,  
Las Vegas, Nevada.

#### **8. RESERVATION OF RIGHTS**

The Debtors reserve their right to object to any proof of claim, whether filed or scheduled, on any grounds. The Debtors reserve their right to dispute or to assert offsets or defenses to any claim reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

**A holder of a possible claim against the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a proof of claim.**

#### **9. DEBTORS' CASE NUMBERS**

USA COMMERCIAL MORTGAGE COMPANY	Case No. BK-S-06-10725 LBR
USA CAPITAL REALTY ADVISORS, LLC,	Case No. BK-S-06-10726 LBR
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	Case No. BK-S-06-10727 LBR
USA CAPITAL FIRST TRUST DEED FUND, LLC,	Case No. BK-S-06-10728 LBR
USA SECURITIES, LLC,	Case No. BK-S-06-10729 LBR

SCHWARTZER & MCPHERSON LAW FIRM

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# EXHIBIT B

**NOTICE OF DEADLINE REQUIRING FILING OF  
PROOFS OF INTEREST ON OR BEFORE NOVEMBER 13, 2006**

TO ALL PERSONS AND ENTITIES WITH EQUITY INTERESTS (INCLUDING MEMBERSHIP INTERESTS IN LIMITED LIABILITY COMPANIES) IN USA COMMERCIAL MORTGAGE COMPANY, USA CAPITAL FIRST TRUST DEED FUND, LLC, USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, USA CAPITAL REALTY ADVISORS, LLC AND USA SECURITIES, LLC:

**PLEASE READ THESE INSTRUCTIONS CAREFULLY. THIS CASE INVOLVES FIVE SEPARATE DEBTORS.**

**IT IS IMPORTANT THAT ANY PROOFS OF CLAIM OR PROOFS OF INTEREST (IN THE CASE OF INVESTORS IN USA CAPITAL FIRST TRUST DEED FUND, LLC OR USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC) BE FILED IN THE CORRECT CASE ONLY.**

**PLEASE TAKE NOTICE THAT ALL PROOFS OF CLAIM AND PROOFS OF INTEREST MUST BE RECEIVED BY THE CLAIMS NOTICING AGENT OR THE BANKRUPTCY COURT BY NOVEMBER 13, 2006.**

On September \_\_, 2006, the United States Bankruptcy Court for the District of Nevada (the "Bankruptcy Court") entered an order (the "**Bar Date Order**") establishing **November 13, 2006** (the "**Bar Date**") as the last date and time for each person or entity (including individuals, partnerships, corporations, joint ventures, corporations, estates, trusts and governmental units) to file a proof of interest in USA Commercial Mortgage, USA Capital First Trust Deed Fund, LLC, USA Capital Diversified Trust Deed Fund, LLC, USA Securities, LLC, and USA Capital Realty Advisors, LLC, debtors and debtors in possession in those proceedings (collectively, the "**Debtors**"). The Bar Date and the procedures set forth below for filing proofs of interest apply to all equity interests in the Debtors that arose prior to April 13, 2006, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code (the "**Petition Date**"), except for those holders of the equity interests listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

**IF YOU HAVE PREVIOUSLY FILED A PROOF OF INTEREST WITH THE BANKRUPTCY COURT YOU DO NOT HAVE TO FILE A PROOF OF INTEREST AGAIN.**

**IF YOU AGREE WITH THE AMOUNT AND CLASS OF THE EQUITY INTEREST INFORMATION LISTED ON THE ATTACHED PROOF OF INTEREST FORM YOU DO NOT HAVE TO FILE A PROOF OF INTEREST.**

**IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS (i.e. YOU ARE A DIRECT LENDER ONLY) YOU DO NOT HAVE TO FILE A PROOF OF INTEREST.**



The Claims Processing Center can be contacted at (888) 909-0100 if you have any questions about this Notice.

**1. WHO MUST FILE A PROOF OF INTEREST**

IF YOU AGREE WITH THE AMOUNT AND CLASS OF THE EQUITY INTEREST INFORMATION LISTED ON THE ATTACHED PROOF OF INTEREST FORM YOU DO NOT HAVE TO FILE THE PROOF OF INTEREST FORM. Otherwise, if you have an equity interest that arose prior to the Petition Date and it is not one of the types of interests described in section 4 below, you **MUST** file a proof of interest to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates.

**2. WHAT TO FILE**

Each filed proof of interest must conform substantially to the attached Proof of Interest Form or to Official Form No. 10. **A Proof of Interest Form is attached.** Each proof of interest must be **signed** by the interest owner or, if the interest owner is not an individual, by an authorized agent of the interest owner. You should attach to each completed proof of interest any documents on which the equity interest is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of interests in more than one Debtor must file a separate proof of interest with respect to each such Debtor and all holders of interests must identify on their proof of interest the specific Debtor in which their interest is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

**3. WHEN AND WHERE TO FILE**

Except as provided for herein, all proofs of interest must be filed so as to be **actually received on or before November 13, 2006** at any of the following address:

**BY MAIL TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
P. O. Box 911  
El Segundo, CA 90245-0911

**BY HAND OR OVERNIGHT DELIVERY TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
1330 East Franklin Avenue  
El Segundo, CA 90245

**BY MAIL OR BY HAND OR OVERNIGHT DELIVERY TO:**

Clerk  
United States Bankruptcy Court  
300 Las Vegas Blvd. South, 4<sup>th</sup> Floor  
Las Vegas, Nevada 89101

Proofs of interest will be deemed timely filed only if **actually received** by BMC Group or the Bankruptcy Court by the Bar Date. BMC Group closes its doors at 5:00 p.m. and the Bankruptcy Court closes its doors at 4:00 p.m.

#### 4. WHO NEED NOT FILE A PROOF OF INTEREST

You do not need to file a proof of interest on or prior to the Bar Date if you are:

- (a) a person or entity that has *already* properly filed a proof of interest in the applicable Debtor or Debtors with the Clerk of the Bankruptcy Court in a form substantially similar to the attached Proof of Interest Form or to Official Form No. 10;
- (b) a person or entity whose interest is listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "**Schedules**"), *provided* that (i) the interest is *not* scheduled as "disputed," "contingent" or "unliquidated"; (ii) the interest owner agrees with the amount, nature and class of the interest as set forth in the Debtors' books and records; *and* (iii) the interest owner agrees that the interest is an interest in the specific Debtor in which the interest is listed in the Debtors' books and records (**the attached Proof of Interest form reflects the information listed on the Debtors' books and records**);
- (c) a person or entity that holds an interest that has been allowed by an order of the Court entered on or before the Bar Date;
- (d) a person or entity that holds an interest solely in any of the non-Debtor affiliates;
- (e) a person or entity that holds a claim against any Debtor; *provided, however*, that equity interest holders who wish to assert claims (as opposed to ownership interests) against any of the Debtors (including claims for damages, rescission, reimbursement or contribution) that arise out of or relate to the purchase or sale of an interest must file a proof of claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies. **Equity interest holders who wish to assert a claim against any of the Debtors must file a Proof of Claim by the Bar Date.** Proof of Claim forms may be obtained at [http://www.uscourts.gov/rules/Revised\\_Rules\\_and\\_Forms/BK\\_Form\\_B10.pdf](http://www.uscourts.gov/rules/Revised_Rules_and_Forms/BK_Form_B10.pdf). Each proof of claim must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. You should attach to each completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available. Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

**5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF INTEREST BY THE BAR DATE**

ANY HOLDER OF AN EQUITY INTEREST THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF INTEREST IN THE APPROPRIATE FORM MAY BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH INTEREST AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING A PROOF OF INTEREST WITH RESPECT TO SUCH CLAIM, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH INTEREST OR RECEIVING FURTHER NOTICES REGARDING SUCH INTEREST.

**6. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of an interest against one or more of the Debtors in the Schedules. However, these schedules do list the amount and class of your interest.

**THE INFORMATION CONTAINED IN THE ATTACHED PROOF OF INTEREST FORM HAS BEEN TAKEN DIRECTLY FROM THE DEBTORS BOOKS AND RECORDS. YOU MAY RELY ON THIS INFORMATION. If you agree with the information contained on the attached proof of interest you do not need to file a proof of interest.**

**7. RESERVATION OF RIGHTS**

The Debtors reserve their right to object to any proof of interest, whether filed or scheduled, on any grounds. The Debtors reserve their right to dispute or to assert offsets or defenses to any interest reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

**A holder of a possible interest in any of the Debtors or a possible claim against any of the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a proof of interest or a proof of claim.**

**8. DEBTORS' CASE NUMBERS**

USA COMMERCIAL MORTGAGE COMPANY  
USA CAPITAL REALTY ADVISORS, LLC,  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
USA SECURITIES, LLC,

Case No. BK-S-06-10725 LBR  
Case No. BK-S-06-10726 LBR  
Case No. BK-S-06-10727 LBR  
Case No. BK-S-06-10728 LBR  
Case No. BK-S-06-10729 LBR

Further information regarding each of these related cases is available on the following websites:

Debtors' website: [www.usacapitalcorp.com](http://www.usacapitalcorp.com)

Debtor's noticing agent maintains information related to these cases, and also permits free access to bankruptcy filings in the USA cases:

[www.bmcgroup.com/usacmc](http://www.bmcgroup.com/usacmc)

The Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC maintains information at the following web address:

<http://usacapftdf.bmcgroup.com>

The Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC maintains information at the following web address:

<http://usacaptddf.bmcgroup.com>

The Official Committee of Holders of Executory Contract Rights of USA Commercial Mortgage Company (also known as the "Direct Lenders' Committee") maintains information at the following web address:

<http://www.usadirectlenders.com>

The Official Committee of Unsecured Creditors of USA Commercial Mortgage Company maintains information at the following web address:

<http://usacmcucc.bmcgroup.com>

SCHWARTZER & MCPHERSON LAW FIRM

2850 South Jones Boulevard, Suite 1

Las Vegas, Nevada 89146-5308

Tel: (702) 228-7590 · Fax: (702) 892-0122

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# EXHIBIT C

**NOTICE OF DEADLINE REQUIRING FILING OF  
PROOFS OF CLAIM ON OR BEFORE NOVEMBER 13, 2006**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST USA  
COMMERCIAL MORTGAGE COMPANY, USA CAPITAL FIRST TRUST DEED  
FUND, LLC, USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, USA  
CAPITAL REALTY ADVISORS, LLC AND USA SECURITIES, LLC:

On September \_\_, 2006, the United States Bankruptcy Court for the District of Nevada (the "Bankruptcy Court") entered an order (the "**Bar Date Order**") establishing **November 13, 2006** (the "**Bar Date**") as the last date and time for each person or entity (including individuals, partnerships, corporations, joint ventures, corporations, estates, trusts and governmental units) to file a proof of claim against USA Commercial Mortgage, USA Capital First Trust Deed Fund, LLC, USA Capital Diversified Trust Deed Fund, LLC, USA Securities, LLC., and USA Capital Realty Advisors, LLC, debtors and debtors in possession in those proceedings (collectively, the "**Debtors**"). The Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against the Debtors that arose prior to April 13, 2006, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code (the "**Petition Date**"), except for those holders of the claims listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

**IF YOU HAVE PREVIOUSLY FILED A PROOF OF CLAIM WITH THE  
BANKRUPTCY COURT YOU DO NOT HAVE TO FILE THE PROOF OF  
CLAIM AGAIN.**

**IF YOU AGREE WITH THE AMOUNT AND PRIORITY OF THE CLAIM  
INFORMATION LISTED ON THE ATTACHED PROOF OF CLAIM FORM  
YOU DO NOT HAVE TO FILE THE PROOF OF CLAIM.**

**IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS  
BEING SERVICED BY THE DEBTORS YOU DO NOT HAVE TO FILE A  
PROOF OF CLAIM.**

The Claims Processing Center can be contacted at (888) 909-0100 if you have any questions about this Notice.

**1. WHO MUST FILE A PROOF OF CLAIM**

You **MUST** file a proof of claim to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates if you have a claim that arose prior to the Petition Date and it is not one of the types of claim described in section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Petition Date must be filed on or prior to the Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Petition Date. IF YOU AGREE WITH THE AMOUNT AND PRIORITY OF THE

CLAIM INFORMATION LISTED ON THE ATTACHED PROOF OF CLAIM FORM  
YOU DO NOT HAVE TO FILE THE PROOF OF CLAIM FORM.

## 2. WHAT TO FILE

Each filed proof of claim must conform substantially to the Proof of Claim Form or to Official Form No. 10. **A Proof of Claim Form is attached.** Blank forms may also be obtained at [http://www.uscourts.gov/rules/Revised\\_Rules\\_and\\_Forms/BK\\_Form\\_B10.pdf](http://www.uscourts.gov/rules/Revised_Rules_and_Forms/BK_Form_B10.pdf). Each proof of claim must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. You should attach to each completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

## 3. WHEN AND WHERE TO FILE

Except as provided for herein, all proofs of claim must be filed so as to be actually received **on or before November 13, 2006** at the following address:

### BY MAIL TO:

BMC Group  
Attn: USACM Claims Docketing Center  
P. O. Box 911  
El Segundo, CA 90245-0911

### BY HAND OR OVERNIGHT DELIVERY TO:

BMC Group  
Attn: USACM Claims Docketing Center  
1330 East Franklin Avenue  
El Segundo, CA 90245

Proofs of claim will be deemed timely filed only if **actually received** by BMC Group (by 5:00 p.m. on the Bar Date) or the Bankruptcy Court by the Bar Date.

## 4. WHO NEED NOT FILE A PROOF OF CLAIM

You do not need to file a proof of claim on or prior to the Bar Date if you are:

- (a) a person or entity that has *already* properly filed a proof of claim against the applicable Debtor or Debtors with the Clerk of the Bankruptcy Court in a form substantially similar to the Proof of Claim Form or to Official Form No. 10;
- (b) a person or entity whose claim is listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "**Schedules**"), *provided* that (i) the claim is *not* scheduled as "disputed," "contingent" or "unliquidated"; (ii) the claimant agrees with the amount, nature and priority of the claim as set forth in the Schedules; *and* (iii) the claimant agrees that the claim is an



obligation of the specific Debtor against which the claim is listed in the Schedules (**the attached Proof of Claim form has the information listed on the Debtors' schedules**);

- (c) a person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date;
- (d) a person or entity whose claim has been paid in full by any of the Debtors;
- (e) a current employee of the Debtors, in each case solely with respect to any claim based on the payment of wages, salaries and vacation pay arising in the ordinary course of business and previously authorized to be paid by order of the Court, including the first day wage order approved by the Court on April 17, 2006;
- (f) a current or former employee of the Debtors whose claim is for nonqualified benefits arising under the USA Commercial Mortgage Company Defined Benefit Pension Plan until the later of (i) the Bar Date and (ii) 20 days from the date of service of a separate written notice, to file a proof of claim;
- (g) a person or entity that holds a claim allowable under sections 503(b) and 507(a) of the Bankruptcy Code as an expense of administration;
- (h) a person or entity that holds a claim solely against any of the Debtors' non-Debtor affiliates;
- (i) a person or entity that holds a claim solely against a borrower for whom USACM is the loan servicing agent; and
- (j) a person or entity that holds an equity interest in any Debtor, which interest is based exclusively upon the ownership of stock or a membership interest; *provided, however*, that equity interest holders who wish to assert claims (as opposed to ownership interests) against any of the Debtors (including claims for damages, rescission, reimbursement or contribution) that arise out of or relate to the purchase or sale of an interest must file a proof of claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies. **Equity interest holders must file a Proof of Interest by the Bar Date.**

#### **5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

If you have a claim arising out of the rejection of an executory contract or unexpired lease, you must file a proof of claim by the later of (i) the Bar Date and (ii) the date that is 30 days following the effective date of such rejection (unless the order authorizing such rejection provides otherwise).

#### **6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE**

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING A PROOF OF CLAIM WITH RESPECT TO SUCH CLAIM, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS'



CASES ON ACCOUNT OF SUCH CLAIM OR RECEIVING FURTHER NOTICES REGARDING SUCH CLAIM.

#### **7. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules. If you agree with the nature, amount and status of your claim as listed on the Schedules, and if you do not dispute that your claim is only against the Debtors specified by the Debtors, and if your claim is not described as "disputed", "contingent", or "unliquidated", you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules are available for inspection on the independent website maintained by the Debtors, [www.USACapitalCorp.com](http://www.USACapitalCorp.com) and on the website maintained by BMC Group, the Claims Processing Agent, <http://www.bmccorp.net/master.asp?InfoType=1&ClientID=113>, and on the Bankruptcy Court's website at [www.nb.uscourts.gov](http://www.nb.uscourts.gov). A login and password to the Court's Public Access to Electronic Court Records ("PACER") are required to access <https://ecf.nvb.uscourts.gov/cgi-bin/login.pl> and can be obtained through the PACER Service Center at [www.pacer.psc.uscourts.gov](http://www.pacer.psc.uscourts.gov). Copies of the Schedules may also be examined between the hours of 9:00 a.m. and 4:30 p.m. (prevailing Pacific time), Monday through Friday at the Office of the Clerk of the Bankruptcy Court, 300 Las Vegas Boulevard South, Fourth Floor, Las Vegas, Nevada.

**THE INFORMATION CONTAINED IN THE ATTACHED PROOF OF CLAIM FORM HAS BEEN TAKEN DIRECTLY FROM THE SCHEDULES. YOU MAY RELY ON THIS INFORMATION.**

#### **8. RESERVATION OF RIGHTS**

The Debtors reserve their right to object to any proof of claim, whether filed or scheduled, on any grounds. The Debtors reserve their right to dispute or to assert offsets or defenses to any claim reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

**A holder of a possible claim against the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a proof of claim.**

#### **9. DEBTORS' CASE NUMBERS**

USA COMMERCIAL MORTGAGE COMPANY  
USA CAPITAL REALTY ADVISORS, LLC,  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
USA SECURITIES, LLC,

Case No. BK-S-06-10725 LBR  
Case No. BK-S-06-10726 LBR  
Case No. BK-S-06-10727 LBR  
Case No. BK-S-06-10728 LBR  
Case No. BK-S-06-10729 LBR

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Las Vegas, Nevada 89146-5308

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# EXHIBIT D

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA</b>		<b>PROOF OF CLAIM</b>		 <b>YOUR CLAIM IS SCHEDULED AS:</b>	
Name of Debtor: USA Commercial Mortgage Company		Case Number: 06-10725-LBR		Schedule/Claim ID Amount/Classification	
NOTE: See Reverse for List of Debtors and Case Numbers. This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.				The amounts reflected above constitute your claim as scheduled by the Debtor or pursuant to a filed claim. If you agree with the amounts set forth herein, and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.  <b>If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed.</b>  If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.  <b>THIS SPACE IS FOR COURT USE ONLY</b>	
Name of Creditor and Address:  11399999000001 SAMPLE		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.  <input type="checkbox"/> Check box if this address differs from the address on the envelope sent to you by the court.			
Creditor Telephone Number ( )		Last four digits of account or other number by which creditor identifies debtor:			
Check here <input type="checkbox"/> replaces a previously filed claim dated: _____ if this claim <input type="checkbox"/> or amends					
<b>1. BASIS FOR CLAIM</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Unremitted principal <input type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (fill out below) <input type="checkbox"/> Other claims against servicer (not for loan balances) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (describe briefly) _____ Last four digits of your SS #: _____ Unpaid compensation for services performed from: _____ to _____ (date) (date)					
<b>2. DATE DEBT WAS INCURRED:</b> _____ <b>3. IF COURT JUDGMENT, DATE OBTAINED:</b> _____					
<b>4. CLASSIFICATION OF CLAIM.</b> Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.					
<b>UNSECURED NONPRIORITY CLAIM \$</b> <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.			<b>SECURED CLAIM</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief description of collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges <u>at time case filed</u> included in secured claim, if any: \$ _____		
<b>UNSECURED PRIORITY CLAIM</b> <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)*, earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).			<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) ( _____ ). * Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.		
<b>5. TOTAL AMOUNT OF CLAIM AT TIME CASE FILED:</b> \$ _____ (unsecured) \$ _____ (secured) \$ _____ (priority) \$ _____ (Total)					
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.					
<b>6. CREDITS:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.					
<b>7. SUPPORTING DOCUMENTS:</b> <u>Attach copies of supporting documents</u> , such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.					
<b>8. DATE-STAMPED COPY:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.					
The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Pacific time, on November 13, 2006 for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units). <b>BY MAIL TO:</b> BMC Group Attn: USACM Claims Docketing Center P. O. Box 911 El Segundo, CA 90245-0911				<b>THIS SPACE FOR COURT USE ONLY</b>	
<b>BY HAND OR OVERNIGHT DELIVERY TO:</b> BMC Group Attn: USACM Claims Docketing Center 1330 East Franklin Avenue El Segundo, CA 90245					
DATE		SIGN and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):			

## INSTRUCTIONS FOR FILING PROOF OF CLAIM FORM

*The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to the general rules.*

### DEFINITIONS

#### DEBTOR

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

#### CREDITOR

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

#### PROOF OF CLAIM

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the court appointed Claims Agent, BMC Group, at the address listed on the reverse side of this page

#### SECURED CLAIM

A claim is a secured claim to the extent that the creditor has a lien on the property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before a bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

#### UNSECURED CLAIM

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

#### UNSECURED PRIORITY CLAIM

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

### ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY PROPERLY FILLED IN)

#### Court, Name of Debtor, and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed, the name of the debtor in the bankruptcy case, and the bankruptcy case number.

Debtor Name	Case No
USA Commercial Mortgage Company	06-10725 (LBR)
USA Capital Realty Advisors, L.L.C	06-10726 (LBR)
USA Capital Diversified Trust Deed Fund, L.L.C	06-10727 (LBR)
USA Capital First Trust Deed Fund, L.L.C	06-10728 (LBR)
USA Securities, L.L.C	06-10729 (LBR)

#### Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If (a) anyone else has already filed a proof of claim relating to this debt, (b) if you never received notices from the bankruptcy court about this case, (c) if your address differs from that to which the court sent notice, or (d) if this proof of claim replaces or amends a proof of claim that was already filed, check the appropriate boxes on the form.

#### 1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

#### 2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

#### 3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

#### 4. Classification of Claim

##### Secured Claim:

If your claim is a secured claim, check the appropriate boxes in this section. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured (See DEFINITIONS, above).

#### Unsecured Priority Claim:

If your claim is an unsecured priority claim (See DEFINITIONS, above), check the appropriate boxes in this section, and state the amount entitled to priority. A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim

#### Unsecured Nonpriority Claim:

If your claim is an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim" (See DEFINITIONS, above), check the appropriate box in this section. If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

#### 5. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

#### 6. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

#### 7. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

**Please read – important information: upon completion of this claim form, you are certifying that the statements herein are true.**

Be sure to date the claim and place original signature of claimant or person making the claim for creditor where indicated at the bottom of the claim form. Please type or print name of individual under the signature. Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable."

**Return claim form and attachments, if any. If you wish to receive an acknowledgement of your claim, please enclose a self-addressed stamped envelope and a second copy with any attachments to the Claims Agent, BMC Group at the address on the front of this form.**

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SCHWARTZER & MCPHERSON LAW FIRM



2850 South Jones Boulevard, Suite 1

Las Vegas, Nevada 89146-5308

Tel: (702) 228-7590 · Fax: (702) 892-0122

# EXHIBIT E



UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA		PROOF OF INTEREST
Name of Debtor: USA Capital Diversified Trust Deed Fund, L.L.C.	Case Number: 06-10727-LBR	 <b>YOUR INTEREST IS RECORDED AS:</b>
<b>1. Name of holder of the Equity Interest</b> (The person or entity holding an Equity Interest in the debtor. Referred to hereinafter as the "Interestholder"):   11399999000001 SAMPLE	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of interest relating to your interest. Attach copy of statement giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.  <input type="checkbox"/> Check box if this address differs from the address on the envelope sent to you by the court.	Account Number:  Number of Shares:   The amounts reflected above constitute your interest per the Debtor. If you agree with the number of shares set forth herein you do not need to file this proof of interest.   If you have already filed a proof of interest with BMC, you do not need to file again.
<b>NOTE:</b> This form <b>SHOULD NOT</b> be used to make a claim against the Debtors for money owed. A separate Proof of Claim form should be used for that purpose. This form should only be used to assert an Equity Interest in the Debtors. An Equity Interest is any right arising from any capital stock and any equity security in any of the Debtors. An equity security is defined in the Bankruptcy Code as (a) a share in a corporation whether or not transferable or denominated stock or similar security, (b) interest of a limited partner in a limited partnership, or (c) warrant or right other than a right to convert, to purchase, sell, or subscribe to a share, security, or interest of a kind specified in subparagraph (a) or (b) above.		<b>THIS SPACE IS FOR COURT USE ONLY</b>
Telephone Number (    )	<b>Account or other number by which Interestholder identifies debtors:</b>  Check here if this claim: <input type="checkbox"/> replaces a previously filed Proof of Interest dated: _____ <input type="checkbox"/> amends a previously filed Proof of Interest dated: _____	
<b>2. Name and Address of any person or entity that is the record holder for the Equity Interest asserted in this Proof of Interest:</b>  Telephone Number (    )	<b>3. Date Equity Interest was acquired:</b>  	
<b>4. Total number of shares held:</b>	<b>5. Stock certificate(s) identification number:</b>	
<b>6. Type of Equity Interest:</b> Please indicate the type of Equity Interest you hold:  <input type="checkbox"/> Check this box if your Equity Interest is based on actual shares of stock held in the Debtors.  <input type="checkbox"/> Check this box if your Equity Interest is based on options or warrants that upon exercise entitle you to receive shares of stock in the Debtors.  <input type="checkbox"/> Check this box if your Equity Interest is based on some other right to convert, to purchase, sell, or subscribe to a share, security, or interest in the Debtors.		
<b>7. SUPPORTING DOCUMENTS:</b> <u>Attach copies of supporting documents</u> , such as stock certificates, option agreements, warrents etc. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.		
<b>8. DATE-STAMPED COPY:</b> To receive an acknowledgment of the filing of your proof of interest, enclose a stamped, self-addressed envelope and copy of this proof of interest.		
<b>The original of this completed proof of interest form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Pacific time, on November 13, 2006 for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units).</b> <b>BY MAIL TO:</b> BMC Group Attn: USACM Claims Docketing Center P. O. Box 911 El Segundo, CA 90245-0911		<b>THIS SPACE FOR COURT USE ONLY</b>
<b>BY HAND OR OVERNIGHT DELIVERY TO:</b> BMC Group Attn: USACM Claims Docketing Center 1330 East Franklin Avenue El Segundo, CA 90245		
<b>DATE</b>	<b>SIGN</b> and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):	


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# EXHIBIT F

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA</b>		<b>PROOF OF CLAIM</b>	
Name of Debtor:		Case Number:	
NOTE: See Reverse for List of Debtors and Case Numbers. This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.  <input type="checkbox"/> Check box if this address differs from the address on the envelope sent to you by the court.	
<b>Name of Creditor and Address:</b>  11399999000001 SAMPLE		<b>DO NOT FILE THIS PROOF OF CLAIM FOR A SECURED INTEREST IN A BORROWER THAT IS NOT ONE OF THE DEBTORS.</b>  If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.  <b>THIS SPACE IS FOR COURT USE ONLY</b>	
Creditor Telephone Number ( )			
Last four digits of account or other number by which creditor identifies debtor:			
Check here <input type="checkbox"/> replaces a previously filed claim dated: _____ if this claim <input type="checkbox"/> or amends			
<b>1. BASIS FOR CLAIM</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Unremitted principal <input type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (fill out below) <input type="checkbox"/> Other claims against servicer (not for loan balances) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (describe briefly) _____ Last four digits of your SS #: _____ Unpaid compensation for services performed from: _____ to _____ <div style="text-align: right;">(date) (date)</div>			
<b>2. DATE DEBT WAS INCURRED:</b>		<b>3. IF COURT JUDGMENT, DATE OBTAINED:</b>	
<b>4. CLASSIFICATION OF CLAIM.</b> Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.			
<b>UNSECURED NONPRIORITY CLAIM</b> \$ _____ <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		<b>SECURED CLAIM</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief description of collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____	
<b>UNSECURED PRIORITY CLAIM</b> <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)*, earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) ( _____ ). * Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
<b>5. TOTAL AMOUNT OF CLAIM AT TIME CASE FILED:</b> \$ _____ \$ _____ \$ _____ \$ _____ <div style="text-align: center;">(unsecured) (secured) (priority) (Total)</div> <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
<b>6. CREDITS:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.			
<b>7. SUPPORTING DOCUMENTS:</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.			
<b>8. DATE-STAMPED COPY:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			
The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Pacific time, on November 13, 2006 for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units). BY MAIL TO: BMC Group Attn: USACM Claims Docketing Center P. O. Box 911 El Segundo, CA 90245-0911  BY HAND OR OVERNIGHT DELIVERY TO: BMC Group Attn: USACM Claims Docketing Center 1330 East Franklin Avenue El Segundo, CA 90245			<b>THIS SPACE FOR COURT USE ONLY</b>
DATE	SIGN and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):		



## INSTRUCTIONS FOR FILING PROOF OF CLAIM FORM

*The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to the general rules.*

### DEFINITIONS

#### DEBTOR

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

#### CREDITOR

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

#### PROOF OF CLAIM

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the court appointed Claims Agent, BMC Group, at the address listed on the reverse side of this page

#### SECURED CLAIM

A claim is a secured claim to the extent that the creditor has a lien on the property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before a bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

#### UNSECURED CLAIM

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

#### UNSECURED PRIORITY CLAIM

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

### ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY PROPERLY FILLED IN)

#### Court, Name of Debtor, and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed, the name of the debtor in the bankruptcy case, and the bankruptcy case number.

Debtor Name	Case No
USA Commercial Mortgage Company	06-10725 (LBR)
USA Capital Realty Advisors, L.L.C	06-10726 (LBR)
USA Capital Diversified Trust Deed Fund, L.L.C	06-10727 (LBR)
USA Capital First Trust Deed Fund, L.L.C	06-10728 (LBR)
USA Securities, L.L.C	06-10729 (LBR)

#### Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If (a) anyone else has already filed a proof of claim relating to this debt, (b) if you never received notices from the bankruptcy court about this case, (c) if your address differs from that to which the court sent notice, or (d) if this proof of claim replaces or amends a proof of claim that was already filed, check the appropriate boxes on the form.

##### 1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

##### 2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

##### 3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

##### 4. Classification of Claim

###### Secured Claim:

If your claim is a secured claim, check the appropriate boxes in this section. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured (See DEFINITIONS, above).

###### Unsecured Priority Claim:

If your claim is an unsecured priority claim (See DEFINITIONS, above), check the appropriate boxes in this section, and state the amount entitled to priority. A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim

###### Unsecured Nonpriority Claim:

If your claim is an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim" (See DEFINITIONS, above), check the appropriate box in this section. If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

##### 5. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

##### 6. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

##### 7. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

**Please read – important information: upon completion of this claim form, you are certifying that the statements herein are true.**

Be sure to date the claim and place original signature of claimant or person making the claim for creditor where indicated at the bottom of the claim form. Please type or print name of individual under the signature. Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable."

**Return claim form and attachments, if any. If you wish to receive an acknowledgement of your claim, please enclose a self-addressed stamped envelope and a second copy with any attachments to the Claims Agent, BMC Group at the address on the front of this form.**


SCHWARTZER & MCPHERSON LAW FIRM

2850 South Jones Boulevard, Suite 1

Las Vegas, Nevada 89146-5308

Tel: (702) 228-7590 · Fax: (702) 892-0122

# EXHIBIT G

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEVADA</b>		<b>PROOF OF CLAIM</b>	
Name of Debtor:		Case Number:	
NOTE: See Reverse for List of Debtors and Case Numbers. This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court or BMC Group in this case.  <input type="checkbox"/> Check box if this address differs from the address on the envelope sent to you by the court.	
<b>Name of Creditor and Address:</b>  11399999000001 SAMPLE		<b>IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS YOU DO NOT HAVE TO FILE A PROOF OF CLAIM. THIS INCLUDES MONEY FROM THAT BORROWER HELD IN THE COLLECTION ACCOUNT.</b>  <b>DO NOT FILE THIS PROOF OF CLAIM FOR A SECURED INTEREST IN A BORROWER THAT IS NOT ONE OF THE DEBTORS.</b>  If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.  <b>THIS SPACE IS FOR COURT USE ONLY</b>	
Creditor Telephone Number ( )		Last four digits of account or other number by which creditor identifies debtor:	
Check here if this claim <input type="checkbox"/> replaces or <input type="checkbox"/> amends a previously filed claim dated: _____			
<b>1. BASIS FOR CLAIM</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Unremitted principal <input type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (fill out below) <input type="checkbox"/> Other claims against servicer (not for loan balances) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (describe briefly) _____ Last four digits of your SS #: _____ Unpaid compensation for services performed from: _____ to _____ <div style="text-align: right;">(date) (date)</div>			
<b>2. DATE DEBT WAS INCURRED:</b>		<b>3. IF COURT JUDGMENT, DATE OBTAINED:</b>	
<b>4. CLASSIFICATION OF CLAIM.</b> Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.			
<b>UNSECURED NONPRIORITY CLAIM \$</b> <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		<b>SECURED CLAIM</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief description of collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges <u>at time case filed</u> included in secured claim, if any: \$ _____	
<b>UNSECURED PRIORITY CLAIM</b> <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000)*, earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).		<input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) ( _____ ). <small>* Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>	
<b>5. TOTAL AMOUNT OF CLAIM AT TIME CASE FILED:</b> \$ _____ \$ _____ \$ _____ \$ _____ <div style="text-align: center;">(unsecured) (secured) (priority) (Total)</div> <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.			
<b>6. CREDITS:</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.			
<b>7. SUPPORTING DOCUMENTS:</b> <u>Attach copies of supporting documents</u> , such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.			
<b>8. DATE-STAMPED COPY:</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.			
The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is actually received on or before 5:00 pm, prevailing Pacific time, on November 13, 2006 for each person or entity (including individuals, partnerships, corporations, joint ventures, trusts and governmental units). <b>BY MAIL TO:</b> BMC Group Attn: USACM Claims Docketing Center P. O. Box 911 El Segundo, CA 90245-0911			<b>THIS SPACE FOR COURT USE ONLY</b>
<b>BY HAND OR OVERNIGHT DELIVERY TO:</b> BMC Group Attn: USACM Claims Docketing Center 1330 East Franklin Avenue El Segundo, CA 90245			
<b>DATE</b>	<b>SIGN</b> and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):		

## INSTRUCTIONS FOR FILING PROOF OF CLAIM FORM

*The instructions and definitions below are general explanations of the law. In particular types of cases or circumstances, such as bankruptcy cases that are not filed voluntarily by a debtor, there may be exceptions to the general rules.*

### DEFINITIONS

#### DEBTOR

The person, corporation, or other entity that has filed a bankruptcy case is called the debtor.

#### CREDITOR

A creditor is any person, corporation, or other entity to whom the debtor owed a debt on the date that the bankruptcy case was filed.

#### PROOF OF CLAIM

A form telling the bankruptcy court how much the debtor owed a creditor at the time the bankruptcy case was filed (the amount of the creditor's claim). This form must be filed with the court appointed Claims Agent, BMC Group, at the address listed on the reverse side of this page

#### SECURED CLAIM

A claim is a secured claim to the extent that the creditor has a lien on the property of the debtor (collateral) that gives the creditor the right to be paid from that property before creditors who do not have liens on the property.

Examples of liens are a mortgage on real estate and a security interest in a car, truck, boat, television set, or other item of property. A lien may have been obtained through a court proceeding before a bankruptcy case began; in some states a court judgment is a lien. In addition, to the extent a creditor also owes money to the debtor (has a right of setoff), the creditor's claim may be a secured claim. (See also *Unsecured Claim*.)

#### UNSECURED CLAIM

If a claim is not a secured claim it is an unsecured claim. A claim may be partly secured and partly unsecured if the property on which a creditor has a lien is not worth enough to pay the creditor in full.

#### UNSECURED PRIORITY CLAIM

Certain types of unsecured claims are given priority, so they are to be paid in bankruptcy cases before most other unsecured claims (if there is sufficient money or property available to pay these claims). The most common types of priority claims are listed on the proof of claim form. Unsecured claims that are not specifically given priority status by the bankruptcy laws are classified as *Unsecured Nonpriority Claims*.

### ITEMS TO BE COMPLETED IN PROOF OF CLAIM FORM (IF NOT ALREADY PROPERLY FILLED IN)

#### Court, Name of Debtor, and Case Number:

Fill in the name of the federal judicial district where the bankruptcy case was filed, the name of the debtor in the bankruptcy case, and the bankruptcy case number.

Debtor Name	Case No
USA Commercial Mortgage Company	06-10725 (LBR)
USA Capital Realty Advisors, L.L.C	06-10726 (LBR)
USA Capital Diversified Trust Deed Fund, L.L.C	06-10727 (LBR)
USA Capital First Trust Deed Fund, L.L.C	06-10728 (LBR)
USA Securities, L.L.C	06-10729 (LBR)

#### Information about Creditor:

Complete the section giving the name, address, and telephone number of the creditor to whom the debtor owes money or property, and the debtor's account number, if any. If (a) anyone else has already filed a proof of claim relating to this debt, (b) if you never received notices from the bankruptcy court about this case, (c) if your address differs from that to which the court sent notice, or (d) if this proof of claim replaces or amends a proof of claim that was already filed, check the appropriate boxes on the form.

#### 1. Basis for Claim:

Check the type of debt for which the proof of claim is being filed. If the type of debt is not listed, check "Other" and briefly describe the type of debt. If you were an employee of the debtor, fill in the last four digits of your social security number and the dates of work for which you were not paid.

#### 2. Date Debt Incurred:

Fill in the date when the debt first was owed by the debtor.

#### 3. Court Judgments:

If you have a court judgment for this debt, state the date the court entered the judgment.

#### 4. Classification of Claim

##### Secured Claim:

If your claim is a secured claim, check the appropriate boxes in this section. You must state the type and value of property that is collateral for the claim, attach copies of the documentation of your lien, and state the amount past due on the claim as of the date the bankruptcy case was filed. A claim may be partly secured and partly unsecured (See DEFINITIONS, above).

#### Unsecured Priority Claim:

If your claim is an unsecured priority claim (See DEFINITIONS, above), check the appropriate boxes in this section, and state the amount entitled to priority. A claim may be partly priority and partly nonpriority if, for example, the claim is for more than the amount given priority by the law. Check the appropriate place to specify the type of priority claim

#### Unsecured Nonpriority Claim:

If your claim is an unsecured nonpriority claim, sometimes referred to as a "general unsecured claim" (See DEFINITIONS, above), check the appropriate box in this section. If your claim is partly secured and partly unsecured, state here the amount that is unsecured. If part of your claim is entitled to priority, state here the amount **not** entitled to priority.

#### 5. Total Amount of Claim at Time Case Filed:

Fill in the applicable amounts, including the total amount of the entire claim. If interest or other charges in addition to the principal amount of the claim are included, check the appropriate place on the form and attach an itemization of the interest and charges.

#### 6. Credits:

By signing this proof of claim, you are stating under oath that in calculating the amount of your claim you have given the debtor credit for all payments received from the debtor.

#### 7. Supporting Documents:

You must attach to this proof of claim form copies of documents that show the debtor owes the debt claimed or, if the documents are too lengthy, a summary of those documents. If documents are not available, you must attach an explanation of why they are not available.

**Please read – important information: upon completion of this claim form, you are certifying that the statements herein are true.**

Be sure to date the claim and place original signature of claimant or person making the claim for creditor where indicated at the bottom of the claim form. Please type or print name of individual under the signature. Be sure all items are answered on the claim form. If not applicable, insert "Not Applicable."

**Return claim form and attachments, if any. If you wish to receive an acknowledgement of your claim, please enclose a self-addressed stamped envelope and a second copy with any attachments to the Claims Agent, BMC Group at the address on the front of this form.**

## **Exhibit “H”**

**NOTICE OF DEADLINE REQUIRING FILING OF  
PROOFS OF INTEREST ON OR BEFORE NOVEMBER 13, 2006**

TO ALL PERSONS AND ENTITIES WITH EQUITY INTERESTS (INCLUDING MEMBERSHIP INTERESTS IN LIMITED LIABILITY COMPANIES) IN USA COMMERCIAL MORTGAGE COMPANY, USA CAPITAL FIRST TRUST DEED FUND, LLC, USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC, USA CAPITAL REALTY ADVISORS, LLC AND USA SECURITIES, LLC:

**PLEASE READ THESE INSTRUCTIONS CAREFULLY. THIS CASE INVOLVES FIVE SEPARATE DEBTORS.**

**IT IS IMPORTANT THAT ANY PROOFS OF CLAIM OR PROOFS OF INTEREST (IN THE CASE OF INVESTORS IN USA CAPITAL FIRST TRUST DEED FUND, LLC OR USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC) BE FILED IN THE CORRECT CASE ONLY.**

**PLEASE TAKE NOTICE THAT ALL PROOFS OF CLAIM AND PROOFS OF INTEREST MUST BE RECEIVED BY THE CLAIMS NOTICING AGENT OR THE BANKRUPTCY COURT BY NOVEMBER 13, 2006.**

On September \_\_, 2006, the United States Bankruptcy Court for the District of Nevada (the "Bankruptcy Court") entered an order (the "**Bar Date Order**") establishing **November 13, 2006** (the "**Bar Date**") as the last date and time for each person or entity (including individuals, partnerships, corporations, joint ventures, corporations, estates, trusts and governmental units) to file a proof of interest in USA Commercial Mortgage, USA Capital First Trust Deed Fund, LLC, USA Capital Diversified Trust Deed Fund, LLC, USA Securities, LLC, and USA Capital Realty Advisors, LLC, debtors and debtors in possession in those proceedings (collectively, the "**Debtors**"). The Bar Date and the procedures set forth below for filing proofs of interest apply to all equity interests in the Debtors that arose prior to April 13, 2006, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code (the "**Petition Date**"), except for those holders of the equity interests listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

**IF YOU HAVE PREVIOUSLY FILED A PROOF OF INTEREST WITH THE BANKRUPTCY COURT YOU DO NOT HAVE TO FILE A PROOF OF INTEREST AGAIN.**

**IF YOU AGREE WITH THE AMOUNT AND CLASS OF THE EQUITY INTEREST INFORMATION LISTED ON THE ATTACHED PROOF OF INTEREST FORM YOU DO NOT HAVE TO FILE A PROOF OF INTEREST.**

**IF YOU ARE ONLY OWED MONEY BY A BORROWER WHOSE LOAN IS BEING SERVICED BY THE DEBTORS (i.e. YOU ARE A DIRECT LENDER ONLY) YOU DO NOT HAVE TO FILE A PROOF OF INTEREST.**



The Claims Processing Center can be contacted at **(888) 909-0100** if you have any questions about this Notice.

### **1. WHO MUST FILE A PROOF OF INTEREST**

IF YOU AGREE WITH THE AMOUNT AND CLASS OF THE EQUITY INTEREST INFORMATION LISTED ON THE ATTACHED PROOF OF INTEREST FORM YOU DO NOT HAVE TO FILE THE PROOF OF INTEREST FORM. Otherwise, if you have an equity interest that arose prior to the Petition Date and it is not one of the types of interests described in section 4 below you **MUST** file a proof of interest to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors' bankruptcy estates.

### **2. WHAT TO FILE**

Each filed proof of interest must conform substantially to the attached Proof of Interest Form or to Official Form No. 10. **A Proof of Interest Form is attached.** Each proof of interest must be **signed** by the interest owner or, if the interest owner is not an individual, by an authorized agent of the interest owner. You should attach to each completed proof of interest any documents on which the equity interest is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of interests in more than one Debtor must file a separate proof of interest with respect to each such Debtor and all holders of interests must identify on their proof of interest the specific Debtor in which their interest is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.

### **3. WHEN AND WHERE TO FILE**

Except as provided for herein, all proofs of interest must be filed so as to be **actually received on or before November 13, 2006** at any of the following address:

#### **BY MAIL TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
P. O. Box 911  
El Segundo, CA 90245-0911

#### **BY HAND OR OVERNIGHT DELIVERY TO:**

BMC Group  
Attn: USACM Claims Docketing Center  
1330 East Franklin Avenue  
El Segundo, CA 90245

#### **BY MAIL OR BY HAND OR OVERNIGHT DELIVERY TO:**

Clerk  
United States Bankruptcy Court  
300 Las Vegas Blvd. South, 4<sup>th</sup> Floor  
Las Vegas, Nevada 89101

Proofs of interest will be deemed timely filed only if **actually received** by BMC Group or the Bankruptcy Court by the Bar Date. BMC Group closes its doors at 5:00 p.m. and the Bankruptcy Court closes its doors at 4:00 p.m.

#### 4. WHO NEED NOT FILE A PROOF OF INTEREST

You do not need to file a proof of interest on or prior to the Bar Date if you are:

- (a) a person or entity that has *already* properly filed a proof of interest in the applicable Debtor or Debtors with the Clerk of the Bankruptcy Court in a form substantially similar to the attached Proof of Interest Form or to Official Form No. 10;
- (b) a person or entity whose interest is listed on the Debtors' schedules of assets and liabilities and/or schedules of executory contracts and unexpired leases (collectively, the "**Schedules**"), *provided* that (i) the interest is *not* scheduled as "disputed," "contingent" or "unliquidated"; (ii) the interest owner agrees with the amount, nature and class of the interest as set forth in the Debtors' books and records; *and* (iii) the interest owner agrees that the interest is an interest in the specific Debtor in which the interest is listed in the Debtors' books and records (**the attached Proof of Interest form reflects the information listed on the Debtors' books and records**);
- (c) a person or entity that holds an interest that has been allowed by an order of the Court entered on or before the Bar Date;
- (d) a person or entity that holds an interest solely in any of the non-Debtor affiliates;
- (e) a person or entity that holds a claim against any Debtor; *provided, however*, that equity interest holders who wish to assert claims (as opposed to ownership interests) against any of the Debtors (including claims for damages, rescission, reimbursement or contribution) that arise out of or relate to the purchase or sale of an interest must file a proof of claim with respect to such claim on or before the Bar Date, unless another exception identified herein applies. **Equity interest holders who wish to assert a claim against any of the Debtors must file a Proof of Claim by the Bar Date.** Proof of Claim forms may be obtained at [http://www.uscourts.gov/rules/Revised\\_Rules\\_and\\_Forms/BK\\_Form\\_B10.pdf](http://www.uscourts.gov/rules/Revised_Rules_and_Forms/BK_Form_B10.pdf). Each proof of claim must be **signed** by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. You should attach to each completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available. Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted. A list of the names of the Debtors and their respective case numbers appears at the end of this Notice.



## **5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF INTEREST BY THE BAR DATE**

ANY HOLDER OF AN EQUITY INTEREST THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THE BAR DATE ORDER, AS DESCRIBED IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF INTEREST IN THE APPROPRIATE FORM MAY BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH INTEREST AGAINST THE DEBTORS, THEIR SUCCESSORS, THEIR CHAPTER 11 ESTATES AND THEIR RESPECTIVE PROPERTY OR FILING A PROOF OF INTEREST WITH RESPECT TO SUCH CLAIM, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS' CASES ON ACCOUNT OF SUCH INTEREST OR RECEIVING FURTHER NOTICES REGARDING SUCH INTEREST.

## **6. THE DEBTORS' SCHEDULES AND ACCESS THERETO**

You may be listed as the holder of an interest against one or more of the Debtors in the Schedules. However, these schedules do list the amount and class of your interest.

**THE INFORMATION CONTAINED IN THE ATTACHED PROOF OF INTEREST FORM HAS BEEN TAKEN DIRECTLY FROM THE DEBTORS BOOKS AND RECORDS. YOU MAY RELY ON THIS INFORMATION. If you agree with the information contained on the attached proof of interest you do not need to file a proof of interest.**

## **7. RESERVATION OF RIGHTS**

The Debtors reserve their right to object to any proof of interest, whether filed or scheduled, on any grounds. The Debtors reserve their right to dispute or to assert offsets or defenses to any interest reflected on the Schedules or any amendments thereto, as to amount, liability, classification or otherwise, and to subsequently designate any claim as disputed, contingent, unliquidated or undetermined.

**A holder of a possible interest in any of the Debtors or a possible claim against any of the Debtors should consult an attorney regarding matters in connection with this Notice, such as whether the holder should file a proof of interest or a proof of claim.**

## **8. DEBTORS' CASE NUMBERS**

USA COMMERCIAL MORTGAGE COMPANY  
USA CAPITAL REALTY ADVISORS, LLC,  
USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,  
USA CAPITAL FIRST TRUST DEED FUND, LLC,  
USA SECURITIES, LLC,

Case No. BK-S-06-10725 LBR  
Case No. BK-S-06-10726 LBR  
Case No. BK-S-06-10727 LBR  
Case No. BK-S-06-10728 LBR  
Case No. BK-S-06-10729 LBR

Further information regarding each of these related cases is available on the following websites:

Debtors' website: [www.usacapitalcorp.com](http://www.usacapitalcorp.com)

Debtor's noticing agent maintains information related to these cases, and also permits free access to bankruptcy filings in the USA cases:

[www.bmcgroup.com/usacmc](http://www.bmcgroup.com/usacmc)

The Official Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC maintains information at the following web address:

<http://usacapftdf.bmcgroup.com>

The Official Committee of Equity Security Holders of USA Capital Diversified Trust Deed Fund, LLC maintains information at the following web address:

<http://usacaptddf.bmcgroup.com>

The Official Committee of Holders of Executory Contract Rights of USA Commercial Mortgage Company (also known as the "Direct Lenders' Committee") maintains information at the following web address:

<http://www.usadirectlenders.com>

The Official Committee of Unsecured Creditors of USA Commercial Mortgage Company maintains information at the following web address:

<http://usacmcucc.bmcgroup.com>